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IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
RICHMOND DIVISION

- - - - - x
:
In re: : Chapter 11
:
CIRCUIT CITY STORES, INC., : Case No. 08-35653 (KRH)
et al., :
:
Debtors. : Jointly Administered
- - - - - x

**ORDER PURSUANT TO BANKRUPTCY CODE SECTIONS 105(a) AND
365(a) AND BANKRUPTCY RULE 6006 AUTHORIZING REJECTION OF
CERTAIN UNEXPIRED LEASES OF PERSONAL PROPERTY**

Upon the motion (the "Motion")¹ of the Debtors
for entry of an order, under Bankruptcy Code sections
105(a), 363 and 365(a) and Bankruptcy Rule 6006,

¹ Capitalized terms not otherwise defined herein shall have the meanings ascribed to such terms in the Motion.

authorizing the Debtors to reject certain unexpired leases of personal property, including any amendments, modifications or subleases thereto, as set forth on the attached Exhibit A (collectively, the "Leases"), and any guaranties thereof; and the Court having reviewed the Motion; and the Court having determined that the relief requested in the Motion is in the best interests of the Debtors, their estates, their creditors, and other parties in interest; and it appearing that proper and adequate notice of the Motion has been given and that no other or further notice is necessary; and upon the record herein; and after due deliberation thereon; and good and sufficient cause appearing therefor, it is hereby

ORDERED, ADJUDGED, AND DECREED that:

1. The Motion is GRANTED, as set forth below.
2. The Leases set forth on Exhibit A and any guaranties thereof are hereby rejected. Nothing in this paragraph 2 shall preclude a lessor from seeking rejection damages against a guarantor of a rejected

guaranty, in addition to such lessor's right to seek rejection damages under the Bankruptcy Code.

3. Each counterparty to a Lease or any guaranty thereof shall have until the later of (i) thirty (30) days of date this Order is entered on the docket and (ii) January 30, 2008, to file a proof of claim on account any and all claims (as defined in the Bankruptcy Code) arising from or related to rejection of its Lease or guaranty.

4. The requirement under Local Bankruptcy Rule 9013-1(G) to file a memorandum of law in connection with the Motion is hereby waived.

5. The Court retains jurisdiction to hear and determine all matters arising from or related to the implementation or interpretation of this Order.

Dated: Richmond, Virginia
December __, 2008

UNITED STATES BANKRUPTCY JUDGE

WE ASK FOR THIS:

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CERTIFICATION OF ENDORSEMENT UNDER LOCAL RULE 9022-1(C)

Pursuant to Local Bankruptcy Rule 9022-1(C), I hereby certify that the foregoing proposed order has been endorsed by or served upon all necessary parties.

/s/ Douglas M. Foley

EXHIBIT A
(List of Unexpired Leases of Personal Property)

EXHIBIT A

PHH Arval Leases

Unit Number	Lease Schedule Number	Delivery Date	VIN	Year	Make	Model
06067	02-0000-0400	12/27/2005	2CNDL23F066092808	2006	CHEVROLET	EQUINOX AWD
06005	02-0000-8042	12/31/2005	2CNDL23F066075748	2006	CHEVROLET	EQUINOX AWD
05068	02-0000-8059	4/6/2005	2CNDL23F256168589	2005	CHEVROLET	EQUINOX AWD
05030	02-0000-8064	12/15/2004	2CNDL23F056113848	2005	CHEVROLET	EQUINOX AWD
05043	02-0000-8064	2/21/2005	2CNDL23F056149295	2005	CHEVROLET	EQUINOX AWD
06009	02-0000-8064	12/23/2005	1G1ZS51846F177569	2006	CHEVROLET	MALIBU
06018	02-0000-8064	1/8/2006	2CNDL23FX66098079	2006	CHEVROLET	EQUINOX AWD
06014	02-0000-8079	11/22/2005	1G1ZS51826F155571	2006	CHEVROLET	MALIBU
06070	02-0000-8079	1/21/2006	1G1ZS51836F196002	2006	CHEVROLET	MALIBU
05058	02-0000-8137	3/5/2005	1G1ZS52F75F249280	2005	CHEVROLET	MALIBU
05059	02-0000-8137	4/8/2005	2CNDL23F556164150	2005	CHEVROLET	EQUINOX AWD
05070	02-0000-8137	6/1/2005	2CNDL23F556171017	2005	CHEVROLET	EQUINOX AWD
05081	02-0000-8137	6/25/2005	2CNDL23F056196925	2005	CHEVROLET	EQUINOX AWD
06019	02-0000-8137	11/18/2005	1G1ZS51866F161065	2006	CHEVROLET	MALIBU
05018	02-0000-8141	11/24/2004	1G1ZS52F35F185139	2005	CHEVROLET	MALIBU
05041	02-0000-8141	3/1/2005	2CNDL23F756143784	2005	CHEVROLET	EQUINOX AWD
05089	02-0000-8141	6/28/2005	1G1ZS52885F222770	2005	CHEVROLET	MALIBU
06008	02-0000-8141	12/7/2005	2CNDL23F366075789	2006	CHEVROLET	EQUINOX AWD
06056	02-0000-8141	1/26/2006	1G1ZS51846F161050	2006	CHEVROLET	MALIBU
06066	02-0000-8141	12/7/2005	2CNDL23F966081547	2006	CHEVROLET	EQUINOX AWD
05014	02-0000-8510	11/23/2004	2CNDL23F956103254	2005	CHEVROLET	EQUINOX AWD
05038	02-0000-8510	1/14/2005	2CNDL23F056127538	2005	CHEVROLET	EQUINOX AWD
05078	02-0000-8510	4/26/2005	1G1ZS52F25F281151	2005	CHEVROLET	MALIBU
05083	02-0000-8510	5/25/2005	1G1ZS52F25F292148	2005	CHEVROLET	MALIBU
05010	02-0000-8538	11/1/2004	2CNDL23F256090069	2005	CHEVROLET	EQUINOX AWD
05022	02-0000-8585	11/15/2004	1G1ZS52F25F184869	2005	CHEVROLET	MALIBU
05046	02-0000-8585	4/5/2005	1G1ZS52FX5F251752	2005	CHEVROLET	MALIBU
05066	02-0000-8585	4/5/2005	1G1ZS52FX5F259284	2005	CHEVROLET	MALIBU

Unit Number	Lease Schedule Number	Delivery Date	VIN	Year	Make	Model
06034	02-0000-8585	11/18/2005	1G1ZS51856F159291	2006	CHEVROLET	MALIBU
05031	02-0000-8587	12/6/2004	1G1ZS52F85F194418	2005	CHEVROLET	MALIBU
05072	02-0000-8587	5/2/2005	2CNDL23FX56180117	2005	CHEVROLET	EQUINOX AWD
05027	02-0000-8589	10/6/2004	1G1ZS52F55F195123	2005	CHEVROLET	MALIBU
05023	02-0000-8642	11/30/2004	1G1ZS52F35F184816	2005	CHEVROLET	MALIBU
05044	02-0000-8642	3/14/2005	2CNDL23F756157586	2005	CHEVROLET	EQUINOX AWD
05054	02-0000-8642	4/4/2005	1G1ZS52F45F249253	2005	CHEVROLET	MALIBU
05056	02-0000-8642	4/4/2005	1G1ZS52F65F254258	2005	CHEVROLET	MALIBU
05061	02-0000-8642	3/28/2005	1G1ZS52FX5F249595	2005	CHEVROLET	MALIBU
05063	02-0000-8642	4/4/2005	2CNDL23F756163551	2005	CHEVROLET	EQUINOX AWD
05064	02-0000-8642	3/14/2005	1G1ZS52F35F258848	2005	CHEVROLET	MALIBU
05069	02-0000-8642	5/9/2005	1G1ZS52F25F267525	2005	CHEVROLET	MALIBU
06016	02-0000-8642	11/22/2005	1G1ZS51876F163715	2006	CHEVROLET	MALIBU
06052	02-0000-8642	11/22/2005	2CNDL23F566074353	2006	CHEVROLET	EQUINOX AWD
06057	02-0000-8642	12/6/2005	2CNDL23F566077110	2006	CHEVROLET	EQUINOX AWD
06060	02-0000-8642	12/6/2005	2CNDL23F366078322	2006	CHEVROLET	EQUINOX AWD
06055	02-0000-8850	12/27/2005	2CNDL23F066081453	2006	CHEVROLET	EQUINOX AWD
05039	02-0000-8851	2/17/2005	2CNDL23F556143783	2005	CHEVROLET	EQUINOX AWD
05017	02-9000-1590	11/24/2004	1G1ZS52FX5F184697	2005	CHEVROLET	MALIBU
21872	05-0007-0540	12/20/2004	130006613	2004	JLG	ORDER PICKER SCHEDULE 62
21659	05-0007-3549	6/18/2004	130007191	2004	JLG	ORDER PICKER SCHEDULE 53A
21641	05-0007-3552	3/30/2004	130005981	2004	JLG	ORDER PICKER SCHEDULE 50A
21776	05-0007-3575	10/15/2004	130005932	2004	JLG	ORDER PICKER SCHEDULE 59
22084	05-0007-3598	1/30/2006	130007199	2006	JLG	ORDER PICKER SCHEDULE 75
22200	05-0007-3748	10/5/2006	379234	2006	BIG	ORDER PICKER SCHEDULE 85

Unit Number	Lease Schedule Number	Delivery Date	VIN	Year	Make	Model
22201	05-0007-3763	11/8/2006	379233	2006	BIG	ORDER PICKER SCHEDULE 87
21805	05-0007-3784	10/12/2004	130005942	2004	JLG	ORDER PICKER SCHEDULE 59